

United States Bankruptcy Court

Southern District of New York

In re Lehman Brothers Holdings Inc., Case Nos. 08-13555  
Jointly Administered

**PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY**

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Redwood Master Fund, Ltd

Goldman Sachs Lending Partners LLC

\_\_\_\_\_  
Name of Transferee

\_\_\_\_\_  
Name of Transferor

Court Claim #: 66888 in the aggregate amount of  
\$85,000,000.00


Amount of Transferred Claim: \$56,666,000.00  
which is 66.6659% of \$85,000,000.00

Name and Address where notices to Transferee  
should be sent:

Redwood Master Fund, Ltd  
910 Sylvan Avenue  
Englewood Cliffs, NJ 07632  
Attn: Jonathan Kolatch and Ruben Kliksberg  
Tel: 201 227 5040 and 201 227 5040  
Email: [jkolatch@redwoodcap.com](mailto:jkolatch@redwoodcap.com) and [Rkliksberg@redwoodcap.com](mailto:Rkliksberg@redwoodcap.com)

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

REDWOOD MASTER FUND, LTD

By:   
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Date: March 18, 2011

**FORM OF EVIDENCE OF TRANSFER OF CLAIM**

**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged, GOLDMAN SACHS LENDING PARTNERS LLC ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to REDWOOD MASTER FUND, LTD. ("Purchaser") 66.6659% (or \$56,666,000.00) of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against Lehman Brothers Holdings Inc. ("LBHI") (the "Debtor"), the debtor in Case No. 08-13555 (JMP) pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and the relevant portion of any and all proofs of claim (No. 66888, amending No. 14088 (in turn amending No. 4104)) filed by Seller or its predecessor-in-interest with the Bankruptcy Court in respect of the foregoing claim.

Seller hereby waives any objection to the transfer of the claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing claim, recognizing Purchaser as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Purchaser.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is executed  
this 27 day of August 2010.

GOLDMAN SACHS LENDING PARTNERS LLC ✓

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_ ✓

REDWOOD MASTER FUND, LTD.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**FORM OF EVIDENCE OF TRANSFER OF CLAIM**

**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged, GOLDMAN SACHS LENDING PARTNERS LLC ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to REDWOOD MASTER FUND, LTD. ("Purchaser") 66.6659% (or \$56,666,000.00) of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code) against Lehman Brothers Holdings Inc. ("LBHI") (the "Debtor"), the debtor in Case No. 08-13555 (JMP) pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and the relevant portion of any and all proofs of claim (No. 66888, amending No. 14088 (in turn amending No. 4104)) filed by Seller or its predecessor-in-interest with the Bankruptcy Court in respect of the foregoing claim.

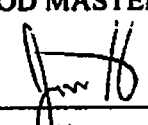
Seller hereby waives any objection to the transfer of the claim to Purchaser on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Purchaser the foregoing claim, recognizing Purchaser as the sole owner and holder of the claim, and directing that all payments or distributions of money or property in respect of the claim be delivered or made to Purchaser.


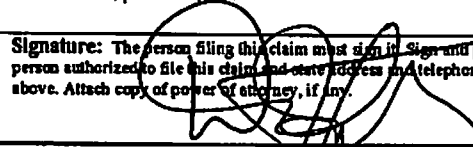
IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is executed  
this 27 day of August 2010.

**GOLDMAN SACHS LENDING PARTNERS LLC**

By: \_\_\_\_\_  
Name:  
Title:

**REDWOOD MASTER FUND, LTD.**

By:  \_\_\_\_\_  
Name: Jonathan Kadach  
Title: Director

<b>United States Bankruptcy Court/Southern District of New York</b> Lehman Brothers Holdings Claims Processing Center c/o Epiq Bankruptcy Solutions, LLC FDR Station, P.O. Box 5076 New York, NY 10150-5076		<b>PROOF OF CLAIM</b>	
In Re: <b>Lehman Brothers Holdings Inc., et al.</b> Debtors.	Chapter 11 Case No. 08-13555 (JMP) (Jointly Administered)	Filed: USBC - Southern District of New York Lehman Brothers Holdings Inc., Et Al. 08-13555 (JMP)      0000066888	
Name of Debtor Against Which Claim is Held <b>Lehman Brothers Holdings Inc.</b>	Case No. of Debtor <b>08-13555 (JMP)</b>	 <b>THIS SPACE IS FOR COURT USE ONLY</b>	
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503. Additionally, this form should not be used to make a claim for Lehman Programs Securities (See definition on reverse side.)		<div style="border: 1px solid black; padding: 5px;"> <input checked="" type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.           Court Claim Number: <b>14088</b>          (if known)           Filed on: <b>9/16/09</b> </div> <div style="border: 1px solid black; padding: 5px;"> <input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.   <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.       </div>	
Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)  <b>Goldman Sachs Lending Partners LLC</b> c/o Goldman, Sachs & Co. 30 Hudson Street, 36th Floor Jersey City, NJ 07302 Attn: Lauren Day Email: gsd.link@gs.com Tel: (212)934-3921 Telephone number: _____		with a copy to:  <b>Richards Kibbe &amp; Orbe LLP</b> One World Financial Center New York, New York 10281 Attention: Managing Clerk Fax: 212-630-1801 Telephone: (212) 530-1800 Email Address: _____	
Name and address where payment should be sent (if different from above)  Telephone number: _____ Email Address: _____		<div style="border: 1px solid black; padding: 5px;">         1. Amount of Claim as of Date Case Filed: <b>\$ 85,000,000.00 (see attached)</b>          If all or part of your claim is secured, complete Item 4 below; however, if all of your claim is unsecured, do not complete item 4.          If all or part of your claim is entitled to priority, complete Item 5.          If all or part of your claim qualifies as an Administrative Expense under 11 U.S.C. §503(b)(9), complete Item 6.  <input checked="" type="checkbox"/> Check this box if all or part of your claim is based on a Derivative Contract.*  <input checked="" type="checkbox"/> Check this box if all or part of your claim is based on a Guarantee.*          *IF YOUR CLAIM IS BASED ON AMOUNTS OWED PURSUANT TO EITHER A DERIVATIVE CONTRACT OR A GUARANTEE OF A DEBTOR, YOU MUST ALSO LOG ON TO <a href="http://www.lehman-claims.com">http://www.lehman-claims.com</a> AND FOLLOW THE DIRECTIONS TO COMPLETE THE APPLICABLE QUESTIONNAIRE AND UPLOAD SUPPORTING DOCUMENTATION OR YOUR CLAIM WILL BE DISALLOWED.  <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of interest or charges to this form or on <a href="http://www.lehman-claims.com">http://www.lehman-claims.com</a> if claim is a based on a Derivative Contract or Guarantee.       </div>	
2. Basis for Claim: <b>Guarantee in respect of amounts payable under Master Agreement (see attached)</b> (See instruction #2 on reverse side.)		5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.  Specify the priority of the claim:  <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Wages, salaries or commissions (up to \$10,950), earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5). <input type="checkbox"/> Up to \$2,425 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____).  Amount entitled to priority: \$ _____	
3. Last four digits of any number by which creditor identifies debtor: _____ 3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.)		<div style="border: 1px solid black; padding: 5px;">         6. Amount of Claim that qualifies as an Administrative Expense under 11 U.S.C. §503(b)(9): \$ _____          (See instruction #6 on reverse side.)       </div>	
4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: _____ Value of Property: \$ _____ Annual Interest Rate _____ % Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____		<div style="border: 1px solid black; padding: 5px;">         7. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.          8. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages and security agreements. Attach redacted copies of documents providing evidence of perfection of a security interest. (See definition of "redacted" on reverse side.) If the documents are voluminous, attach a summary.  <b>DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.</b>          If the documents are not available, please explain: _____       </div>	
Date: <b>6/15/10</b>	Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from address above. Attach copy of power of attorney, if any.  <b>Dennis Lafferty</b> Managing Director	<b>FOR COURT USE ONLY</b> 2010 JUN 22 P U.S. BANKRUPTCY COURT FILED	
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.			